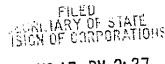
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ARTICLES OF INCORPORATION

GENESIS YOUTH MINISTRIES, INC.

STATE OF FLORIDA)
	:
COUNTY OF BAY)

We, the undersigned natural persons of the age of eighteen years or more, all of whom are citizens of the State of Florida, acting as incorporators of a corporation under Chapter 617, Florida statutes, the Florida Non-Profit Corporation Act, no hereby adopt the following Articles of Incorporation for such corporation.

Article I

The name of the corporation shall be: Genesis Youth Ministries, Inc.

Article II

The corporation is to have perpetual existence unless sooner dissolved by operation of law.

Article III

The members of the corporation shall be the same persons as the Directors and shall consist of the persons named herein as Directors and such others as may be hereafter appointed by the Board of Directors of the Corporation.

- (A) Management: the affairs of the corporation shall be managed by the Board of directors.
- (B) Number and Appointment: The number of Directors constituting the Board of Directors of the Corporation shall not be less than three (3) and not more than twenty (20).
 - (C) The names and addresses of the persons who are to serve as the initial Directors are

Mr. Lee Matthews

Director

1007 S. Jan Drive

Panama City, FL. 32404

Mrs. Carolyn Metcalf

Director

P.O. Box 13537

Mexico Beach, FL 32401

Mr. Randy Jordan

Director

501 Maine St.

Parker, FL. 32404

Mr. Kevin McKenzie

Director

2402 W. 20th St

Panama City, FL. 32405

Mr. Carl Fountain

Director

5325 Peppertree Court Panama City, FL. 32404

Mr. Michael Todd

Director

Columbus Street

St. Joe Beach, FL. 32456

Mrs. Terri Bird

Director

511 9th St.

Port St. Joe, FL. 32456

Article IV

The objects, purposes and business of the corporation, which is organized exclusively as a Christian, charitable and eleemosynary corporation, are: To fulfill the great commission of Jesus Christ to go forth and spread the gospel to the whole world, to promote evangelism and discipleship, to support Christian ministries in the areas of preaching, counseling, teaching, and music, to provide for the spiritual and physical needs of children and youth and to use media or any other method deemed viable to promote the Gospel of Jesus Christ.

(A) The corporation is a non-profit corporation. No part of the earnings of the corporation shall inure to the benefit of, or be distributable to, its members, officers, or other private persons, except that the corporation shall be authorized and empowered to make reasonable compensations for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof. No substantial part of the activities of the corporation shall be the carrying on of propoganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Article V

The officers, who shall manage the affairs of this corporation, according to the terms of the by-laws hereafter enacted, are an Executive Director, an Assistant Executive Director, a Treasurer/Secretary, and such other offices as provided in the by-laws. the names of the officers who are to serve until otherwise selected under the articles of incorporation are as follows:

Executive director:

Carolyn Metcalf

Assistant Executive Director:

Randy Jordan

Secretary/Treasurer:

Kevin McKenzie

The officers Shall be selected by the Board of Directors at its regular business meeting during the second week of August of each year. Should a vacancy occur due to the death, disability, or resignation of

any of the officers, the Chairman of the Board shall select a replacement to fill that office.

Article VI

The Street address of the initial registered office of the corporation is 115 42nd street, Mexico Beach, FL. 32410 (P.O. Box 13537). The name of its registered agent at such address is Carolyn R. Metcalf.

Article VII

The by-laws shall be made by the Directors and the Articles of Incorporation. The by-laws may be amended, altered, or rescinded by a two-thirds vote of the Directors present at any regular meeting or at any special meeting when due notice has been given.

Article VIII

The corporation shall be organized and operated exclusively for religious purposes within the meaning of Section 501 (C)(3) of the United States Internal Revenue Code of 1954, as the same may be amended.

Article IX

Upon the dissolution of the corporation, the directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under sections 501 (C)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law, as the directors shall determine. any such assets not so disposed of shall be disposed of by the appropriate Court of the county in which the priniple office of the corporation is then located, exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article X

Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from Federal income tax under Section 501 (C)(3) of the Internal revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law or (b) a corporation contributions to which are deductible under Section 170 (C)(2) of the Internal Revenue Code of 10954 or any other corresponding provision of any future United States Internal Revenue Law.

Article XI

The name and address of each incorporator is:

Lee Matthews 1007

1007 S. Jan Drive, Panama City, FL. 32404

Carolyn Metcaif

P.O. Box 13537, Mexico Beach, FL. 32410

Randy Jordan

501 Maine St., Parker, FL. 32404

IN WITNESS WHEREOF, we have hereunto set our hands and seals and acknowledged to be filed in the offices of the Department of State the foregoing Articles of Incorporation, this 7th day of August, 1998.

Lee/Matthews

Carolyn R. Metcalf

Randy W. Jordan

Aug 7,1998 County of Bay Thelody M Fountain

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